CONTACT: OFFICE USE ONL (Document)

| UCC FILING & SEARCH SERVICES, I | NC. | ;; |
|--|--|--|
| (Requestor's Name) | ······································ | ्रेर्थ क |
| 526 EAST PARK AVENUE (Address) | | 9000020314796 -12/17/9601134006 ******70.00 ******70.00 |
| TALLAHASSEE FL 32301 (90 |)4) 681-6528 (Phone #) | OFFICE USE ONLY |
| (City, State, Zip) | (Phone #) | OFFICE USE ONLY |
| CORPORATION NAME(S) & D | OCUMENT NUMBER(S) (if know | vn): |
| 1 Gan Pai | at Consorvation | 1 |
| (Corporation Name) | .c. <u> </u> | (Document #) |
| 2 | | |
| (Corporation Name) | | (Document #) |
| | | • |
| (Corporation Name) | | . (Document #) |
| 4 | | |
| (Corporation Name) | | (Document #) |
| Walk ip. Whit Wait 1. Whit W | Pick Up Time EFFECTIVE DATE DEC. 1 6 1996 AMENDMENTS Amendment Resignation of R A, Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger | Certificate of Statute PH 3: Certificate of Good Standing PH 3: ARTICLES ONLY FLORE STANDING PH 3: ALL CHARTER DESCRIPTIONS NAME FICTITIOUS NAME SEARCH CORP SEARCH |
| Annual Report | REGISTRATION/QUALIFICATION® | HOLD FOR |
| Fictitious Name | Limited Partnership | PICKUP BY |
| Name Reservation | Reinstatement | UCC SERVICES |
| Luiz IND MIN | Trademark | |
| Other . I'M. | Other | Examiner's Initials 1997 |



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 18, 1996

UCC FILING & SEARCH SERVICES, INC. 526 E. PARK AVENUE TALLAHASSEE, FL 32301

SUBJECT: GAR POINT CORPORATION

Ref. Number: W96000026517

We have received your document for GAR POINT CORPORATION and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown Corporate Specialist

Letter Number: 496A00056291

CORRECTED 12.18.96

SECELVED SECUTION OF CORPORATION

DEC 1 6 1996

ARTICLES OF INCORPORATION

OF

GAR POINT CORPORATION

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this corporation is GAR POINT CORPORATION.

ARTICLE II

DURATION

The corporation shall have perpetual existence beginning with the date of the execution of the Articles.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE_IV

CAPITAL STOCK

The corporation is authorized to issue 1500 shares of \$1.00 par value common stock, which shall be designated "common shares". The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this corporation to accomplish this

compliance. This corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue Code.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which they hold, shall the right to purchase their pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

ADDRESSES

The address of the principal place of business of the corporation is: 5601 Turtle Bay Drive, Unit 204, Naples, FL. 34108. The street address of the corporation's initial registered office of the corporation is: 2335 Tamiami Trail North, Suite 308, Naplea. FL 34103, and the name of the initial registered agent of the corporation at that address is DOUGLAS L. RANKIN, 2335 Tamiami Trail North, Suite 308, Naples, FL. 34103. The shareholder(s) may from time to time select and so communicate, by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) Directors initially. The

number of directors may be increased or diminished from time to time by the bylaws but shall never be less than 1. The names and addresses of the initial director(s) of the corporation are:

NAMES ADDRESSES

D. CHARLES MERRIWETHER 5601 Turtle Bay Drive

Unit 204

Naples, FL. 34108

LYNNE P. MERRIWETHER 5601 Turtle Bay Drive

Unit 204

Naples, FL. 34108

JOHN C. MERRIWETHER 5601 Turtle Bay Drive

Unit 204

Naples, FL. 34108

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles is:

NAME

D. CHARLES MERRIWETHER 5601 Turtle Bay Drive

Unit 204

Naples, FL. 34108

ADDRESS

ARTICLE IX

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Shareholder(s).

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s),

except the Preemptive Rights created in Article V are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16th day of DECEMBER, 1996.

D. CHARLES

MERRIWETHER,

Subscriber

c:\law\3388.1

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THAT STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERV

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That, GAR POINT CORPORATION, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Naples, County of Collier, State of Florida, has named DOUGLAS L. RANKIN, located at 2335 Tamiami Trail North, Suite 308, in the City of Naples, County of Collier, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process of the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act, including those relative to keeping open said office.

DOUGLAS L. RANKIN

c:\law\3388.1